



OFFICE OF THE SECRETARY OF STATE

SPRINGFIELD, ILLINOIS 62756

GEORGE H. RYAN
SECRETARY OF STATE

JANUARY 21, 1998

5730-522-3

C T CORPORATION SYSTEM
600 SOUTH SECOND STREET
SPRINGFIELD, IL 62704

RE SEMPRA ENERGY TRADING CORP.

DEAR SIR OR MADAM:

ENCLOSED YOU WILL FIND THE AMENDED CERTIFICATE OF AUTHORITY FOR THE
ABOVE CORPORATION.

FEES IN THIS CONNECTION HAVE BEEN RECEIVED AND CREDITED.

THIS CERTIFICATE MUST BE RECORDED IN THE OFFICE OF THE RECORDER OF THE
COUNTY IN WHICH THE REGISTERED OFFICE OF THE CORPORATION IS LOCATED.

SINCERELY YOURS,

A handwritten signature in cursive script that reads "George H. Ryan".

GEORGE H RYAN
SECRETARY OF STATE

DEPARTMENT OF BUSINESS SERVICES
CORPORATION DIVISION
TELEPHONE (217) 782-6961

GHR:CD

State of Delaware

PAGE 1

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "AIG TRADING CORPORATION", CHANGING ITS NAME FROM "AIG TRADING CORPORATION" TO "SEMPRA ENERGY TRADING CORP.", FILED IN THIS OFFICE ON THE THIRTY-FIRST DAY OF DECEMBER, A.D. 1997, AT 8:46 O'CLOCK A.M.

FILED

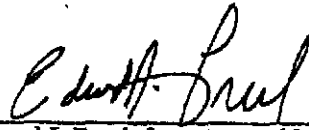
JAN 21 1998

GEORGE H. RYAN
SECRETARY OF STATE

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Edward J. Freel, Secretary of State

AUTHENTICATION:

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DATE:

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File Number 5730-522-3

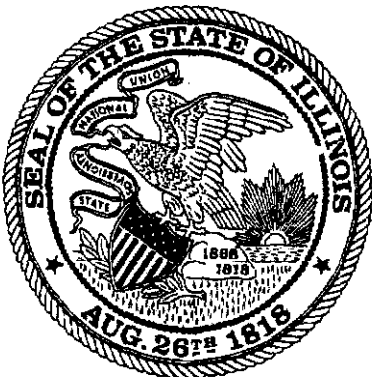
State of Illinois

Office of The Secretary of State

Whereas, APPLICATION FOR AMENDED CERTIFICATE OF AUTHORITY OF
SEMPRA ENERGY TRADING CORP.
INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE HAS BEEN FILED
IN THE OFFICE OF THE SECRETARY OF STATE AS PROVIDED BY THE BUSINESS
CORPORATION ACT OF ILLINOIS, IN FORCE JULY 1, A.D. 1984.

Now Therefore, I, George H. Ryan, Secretary of State of the State of Illinois, by virtue of the powers vested in me by law, do hereby issue this certificate and attach hereto a copy of the Application of the aforesaid corporation.

In Testimony Whereof, I hereto set my hand and cause to be affixed the Great Seal of the State of Illinois, at the City of Springfield, this 21ST day of JANUARY A.D. 19 98 and of the Independence of the United States the two hundred and 22ND



C-212.2

Secretary of State

BOX 170

Form **BCA-13.40**

(Rev. Jan. 1995)

APPLICATION FOR AMENDED
CERTIFICATE OF AUTHORITY TO
TRANSACTION BUSINESS IN ILLINOISGeorge H. Ryan
Secretary of State
Department of Business Services
Springfield, IL 62756
Telephone (217) 782-1837**FILED**

JAN 21 1998

GEORGE H. RYAN
SECRETARY OF STATEFile # **F5730-522-3****SUBMIT IN DUPLICATE**This space for use by
Secretary of StateDate **01-21-98**

Filing Fee \$25.00

Approved: **mn**Remit payment in check or money
order, payable to "Secretary of State."

1. (a) CORPORATE NAME: AIG TRADING CORPORATION
- (b) If changed, NEW CORPORATE NAME: SEMPRA ENERGY TRADING CORP.
- (c) (Complete only if the new corporate name is not available in this state.)

ASSUMED CORPORATE NAME: _____

(By electing this assumed name, the corporation hereby agrees NOT to use its corporate name in the transaction of business in Illinois. Form BCA 4.15 is attached.)

2. (a) State or Country of Incorporation: Delaware
- (b) If changed, Period of Duration: No Change

3. (a) If changed, Purpose or Purposes proposed to be pursued in transacting business in this State:
(If not sufficient space to cover this point, use reverse side or add one or more sheets of this size.)

EXPEDITED

JAN 21 1998

SECRETARY OF STATE

4. This application is accompanied by a copy of the Articles of Amendment to the Articles of Incorporation, if any, as evidence of any change of name, duration or purpose reported herein, such copy being duly authenticated by the proper officer of the state or country wherein the corporation is incorporated, which certification is not more than ninety (90) days old. The filing fee for the certified copy of the Articles of Amendment is \$25 unless the amendment acts as a restatement of the Articles of Incorporation, in which case the filing fee is \$100. In the event the statutory change was effected in a merger, a certified copy of the merger is required, plus applicable fee.

5. The undersigned corporation has caused this statement to be signed by its duly authorized officers, each of whom affirms, under penalties of perjury, that the facts stated herein are true. (All signatures must be in **BLACK INK**.)

Dated December 31, 19 97SEMPRA ENERGY TRADING CORP.

(Exact Name of Corporation)

attested by _____
(Signature of Secretary or Assistant Secretary)by _____
(Signature of President or Vice President)Michael Goldstein, SecretaryCarl E. Peterson, Vice President

(Type or Print Name and Title)

(Type or Print Name and Title)

C-196.6

(ILL. - 585 - 12/27/94)

CT SYSTEM

BOX 170